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SEC 1972 Potential persons who are to respond to the collection of information contained in this (6-02) form are not required to respond unless the form displays a currently valid OMB control number.

## **ATTENTION**

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

# FORM D

NOTICE OF SALE OF SECURITIES

PURSUANT TO REGULATION D, FEB 03 2004
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTIONSON

SEC USE ONLY						
Prefix		Serial				
DATE RECEIVED						

Brief Description of Business
Proving Professional Services To Small Businesses

Corporation	[ ] limited partnership, already formed [ ] other (please specify):
[ ] business trust	[ ] limited partnership, to be formed
	Month Year
Actual or Estimated Date	of Incorporation or Organization: [\]Z] [9]3] [X-Actual [] Estimated
Jurisdiction of Incorporation	on or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:
	CN for Canada; FN for other foreign jurisdiction) [ ][ ]

#### **GENERAL INSTRUCTIONS**

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

#### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

## A. BASIC IDENTIFICATION DATA

### 2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	[ ] Promoter [ ] Beneficial Owner	(v) Executive Officer		General and/or Managing Partner
Full Name (Last name	e first, if individual)			
	ANTHONY, A	MCIA		
Business or Residence	e Address (Number and Street			
3010 L05	57 WOOD DIZ SAS	04 UT 84092		
	[ ] Promoter [ ] Beneficial Owner		[ ] Director [ ]	General and/or Managing Partner
Full Name (Last name		rolla, Nichol		
Business or Residence	ce Address (Number and Street	, City, State, Zip Code)		
3410	MNHATTO AJR	MB CA	90266	
	[ ] Promoter [ ] Beneficial Owner			General and/or Managing Partner
	ಖವಾ∟ು. ce Address (Number and Street	t, City, State, Zip Code)		
3410	MMHHATTHE AJE	MB CA	90266	
Check Box(es) that Apply:	[ ] Promoter [ ] Beneficial Owner	[ ] Executive Officer	[ ] Director [ ]	General and/or Managing Partner
Full Name (Last name	e first, if individual)			
Business or Residence	ce Address (Number and Street	t, City, State, Zip Code)		
Check Box(es) that Apply:	[ ] Promoter [ ] Beneficial Owner	[ ] Executive Officer	[ ] Director [	General and/or Managing Partner
Full Name (Last name	e first, if individual)			
Business or Residence	ce Address (Number and Stree	t, City, State, Zip Code)		
Check Box(es) that Apply:	[ ] Promoter [ ] Beneficial Owner	[ ] Executive Officer	[ ] Director [	] General and/or Managing

Full Name (Last name first, if individual)

•			•			
Full Name (Last name	e first, if individual)					
Business or Residence	e Address (Number ar	nd Street C	ity State Zin (	Code)		
Daomood or recordent	conductos (Italiibol di	ia otroct, o	ity, Otato, Zip (	·	•	•
Check Box(es) that Apply:	[] Promoter [] Ben Owi		[ ] Executive Officer	[ ] Di		neral and/or naging tner
Full Name (Last name	e first, if individual)					
Business or Residence	e Address (Number ar	nd Street, C	ity, State, Zip (	Code)		
(Use bl	ank sheet, or copy an	ıd use addi	tional copies	of this she	et, as neces	sary.)
	B. INF	ORMATION	ABOUT OFF	ERING		
1 Has the issuer sole	d, or does the issuer in	tend to sell	to non-accred	lited investo	re in this	Yes No
offering?	a, or does the issuer in	teriu to seii,	to non-accred	iileu iiivesio	15 111 11115	
	Answer also in Ap	· .	· · · · ·			. 7
2. What is the minimu	um investment that will	be accepte	d from any ind	lividual?	••••••	\$30 Yes No
3. Does the offering p	permit joint ownership o	of a single u	ınit?	•••••	•••••	Yes No [X] [ ]
directly or indirectly, a connection with sales person or agent of a the name of the broke	on requested for each any commission or sime of securities in the off broker or dealer register or dealer. If more the oker or dealer, you may	ilar remune ering. If a p ered with th an five (5) p	ration for solic erson to be lis e SEC and/or ersons to be li	itation of pu ted is an ass with a state isted are ass	rchasers in sociated or states, list sociated	
Full Name (Last name	e first, if individual)					
Business or Residence	ce Address (Number a	nd Street, C	ity, State, Zip	Code)		
Name of Associated E	Broker or Dealer					
States in Which Perso	on Listed Has Solicited	or Intends	to Solicit Purc	hasers		
•	s" or check individu	· .	)	•		II States
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[IL] [IN] [IA] [MT] [NE] [NV] [RI] [SC] [SD]	[KS] [KY] [LA] [NH] [NJ] [NN] [TN] [TX] [UT	1] [NY]	[MD] [MA [NC] [ND] [VA] [WA	) [OH]	[MN] [M [OK] [O [W] [W]	R] [PA]
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71 ISHIF	SS OF RE	sidence	Addres	e (Num	her and	Street C	ity State	e, Zip Co	de)			
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· 			<del></del> -					<del></del>				
						Intends States		t Purchas	se <b>rs</b>	[	] All S	tates
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[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[AM]	[MI]	[MN]	[MS]	[MO]
[TM]	[NE]	[NV]	[NH]	[NJ]	[MM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[XT]	[UT]	[VT]	[VA]	[AW]	[WV]	[W]	[WY]	[PR]
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Busine	ess or Re	esidence	e Addres	ss (Num	ber and	Street, C	city, Stat	e, Zip Co	ode)			
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Vame	of Asso	ciated B	roker or	Dealer								
States	in Whic	h Perso	n Listed	Has So		, ,		t Purcha	sers	· · · · · · · · · · · · · · · · · · ·		
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1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	\$	\$
Equity	\$ 32,225	\$ 14,680
[ X ] Common [ ] Preferred		
Convertible Securities (including warrants)	\$	\$
Partnership Interests	\$	\$
Other (Specify).	\$	\$
Total	\$ 32,220	\$ 14,680
Answer also in Appendix, Column 3, if filing under ULOE.		

Aggregate

have purchased sec amounts of their pur number of persons dollar amount of the	of accredited and non-accredited investors who rities in this offering and the aggregate dollar hases. For offerings under Rule 504, indicate the ho have purchased securities and the aggregate purchases on the total lines. Enter "0" if answer is
'none" or "zero."	

Accredited Investors	Number Investor (っち	
Non-accredited Investors		\$ ~
Total (for filings under Rule 504 only)		\$ 14,630

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Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under <u>Rule 504</u> or <u>505</u>, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.

Type of offering Rule 505			 Type of Security	Dollar Amount Sold \$
Regulation A	 	 		\$
Rule 504	 	 	(Suma)	\$ 14,680
Total	 	 •••••		\$ 14,680

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees		********		N\$ 400
Printing and Engraving Costs	•••••		, į	]\$
Legal Fees				VI\$ 100
Accounting Fees	•••••	*******************************		[ ]\$
Engineering Fees				]\$
Sales Commissions (specify finds	ers' fees separately)	*************************		]\$
Other Expenses (identify)				[]\$
Total				14\$ 500

b. Enter the difference between the aggregate offening price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer." ............

\$31,720

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

			ctors, & iates	To Others	•
•••••	Salaries and fees	[] \$	0	[] o	
	Purchase of real estate	[] \$	Ö	[] o	
	Purchase, rental or leasing and installation of machinery and equipment	( ) \$	0	[] o	
	Construction or leasing of plant buildings and facilities	[] \$	0	[] o	
**	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	[] \$_	0	[] 0	
	Repayment of indebtedness	[]	0	<b>s</b> 0	
	Working capital	[] \$_	0	\$ 31,7	20
	Other (specify):	[] \$	O	[] 6	
		(1	0	<u>[]</u>	·
		. \$ <u></u> []	<del></del>	\$ <u> </u>	
•	Column Totals	\$	0	\$ 311	720
•	Total Payments Listed (column totals added)		[/] \$	31,720	
					·.
	D. FEDERAL SIGNATURE			•	
filed Sec	issuer has duly caused this notice to be signed by the undersigned duly aut under Rule 505, the following signature constitutes an undertaking by the is unities and Exchange Commission, upon written request of its staff, the informan-accredited investor pursuant to paragraph (b)(2) of Rule 502.	ssuer t	o furnish	to the U.S	3.
,					• •
Ι.	JOSTWOOD PROPESSIONAL SERVICES, K. Signature		Dat	1/28/06	<b>,</b>
i .	me of Signer (Print or Type)  Title of Signer (Print or Secozian)				
	ATTENTION				<b>-</b>

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

1. Is any party described in 17 CFR provisions of such rule?	ty described in 17 CFR 230.262 presently subject to any of the disqualification f such				
Sec	e Appendix, Column 5, for state response.				

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239,500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

the state of the s		1)	
Issuer (Print or Type)		Signature \	Date
LOSTWOOD PROFESSIONAL SERVICE	es, Inc.	/W	1/29/04
Name of Signer (Print or Type)		Title (Print or Type	)
JAMES DOOLL	·	SELRETA	acj

### Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

# **APPENDIX**

1	2		3	4				5 Disqualification	
·	Intend to non-ac investors (Part B-	credited in State			nount pu	investor and rchased in State C-Item 2)		under Stat (if yes, a explana waiver gi (Part E-l	e ULOE attach tion of ranted)
State	Yes	No		Number of Accredited Investors		Number of Non-Accredited Investors	Amount	Yes	No
AL.									
AK			·						
AZ									
AR									
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**									
co									ı
СТ									
DE								,	
DC			<del></del>						
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UT	•	X	COMWA \$34,220		14,680	-			
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PR								L	1